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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
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DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)
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Debtors. : (Jointly Administered)
:
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JOINT STIPULATION AND AGREED ORDER DISALLOWING AND EXPUNGING
PROOF OF CLAIM NUMBER 16271
(BRENDA LAWRENCE)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Brenda Lawrence ("Lawrence") respectfully submit this Joint Stipulation And Agreed Order Disallowing And Expunging Proof Of Claim Number 16271 (Brenda Lawrence) and agree and state as follows:

WHEREAS on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS on August 28, 2006 Lawrence filed proof of claim number 16271 against Delphi Automotive Systems LLC ("DAS LLC"), which asserts an unsecured non-priority claim in an undetermined amount (the "Claim") stemming from future periodic expenses that may arise relating to a workers' compensation claim.

WHEREAS the Debtors objected to the Claim pursuant to the Debtors' Seventh Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, And (C) Untimely Claims (Docket No. 6585) (the "Seventh Omnibus Claims Objection"), which was filed on January 12, 2007.

WHEREAS on January 23, 2007, Lawrence filed her Response to the Seventh Omnibus Claims Objection (Docket No. 6789) (the "Response").

WHEREAS Lawrence acknowledges that DAS LLC had no outstanding liabilities to Lawrence as of the Petition Date (nor does it currently have any outstanding liabilities).

WHEREAS Lawrence also acknowledges that she has been advised to consult an

attorney before signing this Agreement, but understands that whether or not she does so is exclusively her decision.

THEREFORE, the Debtors and Lawrence stipulate and agree as follows:

1. The Claim shall be disallowed and expunged in its entirety.
2. Lawrence shall, and hereby does withdraw her Response to the Seventh Omnibus Objection.

So Ordered in New York, New York, this 13th day of April, 2007

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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